

What's this about?

Effective date: 30/07/2015

<input checked="" type="radio"/> ASX Trade	<input type="radio"/> ASX 24					
<input checked="" type="radio"/> Trading	<input type="radio"/> Clearing	<input type="radio"/> Settlement				
<input type="radio"/> Operations	<input type="radio"/> Technology	<input type="radio"/> Market Data	<input type="radio"/> Rules	<input checked="" type="radio"/> Compliance	<input type="radio"/> Risk	<input checked="" type="radio"/> Other

Title

Pepper Group Limited – Admission and Commencement of Official Quotation

Description

It is anticipated that Pepper Group Limited (Company) will be admitted to the official list of ASX Limited (ASX) on the morning of Friday 31 July 2015.

Official quotation of the Company's shares is expected to commence at 11:00am AEST on Friday, 31 July 2015 on a conditional and deferred settlement basis. The Company has raised approximately \$144.5 million pursuant to the offer under the prospectus dated 17 July 2015 issued by the Company and Pepper SaleCo Pty Limited (SaleCo) (Prospectus) by the issue of approximately 53.5 million ordinary shares and transfer of approximately 2.3 million ordinary shares at an issue and sale price of \$2.60 per share.

Quoted Securities: 181,136,813 fully paid ordinary shares

ASX Code: PEP

Time: 11:00am AEST

Date: 31 July 2015

ASX Trade Abbreviation: PEPPER GRP

ISIN: AU000000PEP1

Home Branch: Sydney

Industry Classification: 4010 - Banks

Registered and Corporate Office: Level 9
146 Arthur Street
North Sydney NSW 2060

Phone: +61 2 8913 3030
Website: www.peppergroup.com.au

Communication person with ASX: John Williams

Share Registry: Computershare Investor Services Pty Limited
Level 4
60 Carrington Street
Sydney NSW 2000

Phone: 1300 850 505 or +61 1300 850 505
Fax: +61 3 9473 2500

<u>Balance Date:</u>	31 December
<u>CHESS:</u>	Participating. The Company will also operate an issuer sponsored sub-register.
<u>State of Incorporation:</u>	New South Wales
<u>Activities:</u>	Lending and loan servicing
<u>Dividend Policy:</u>	See section 3.12 on page 132 of the Prospectus
<u>Joint Lead Managers:</u>	Goldman Sachs Australia Pty Ltd and Macquarie Capital (Australia) Limited.
<u>ASX Restricted Securities:</u>	Nil
<u>Securities not quoted:</u>	300,000 options exercisable at \$2.60 expiring on or before 4 August 2022. Up to 1,312,600 performance rights

CONDITIONAL AND DEFERRED SETTLEMENT TRADING

The Company has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by the Company are (i) settlement of the Offer under the Prospectus; and (ii) the Company issuing new shares and SaleCo transferring existing shares to successful applicants under the Offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in the Company's shares. The Company's shares will be placed in pre-open at 7:00am AEST on Friday 31 July 2015, and trading will commence on a conditional and deferred settlement basis at 11:00am AEST on Friday 31 July 2015.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of the Company's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and ReferencePoint Master List.

The Company is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market release when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Notice to participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by 9:30am on Wednesday 5 August 2015. The Company has agreed to send holding statements on Thursday 6 August 2015, which will mean that the first settlement date will be Wednesday 12 August 2015.

CONTRACT NOTES FOR CONDITIONAL SALES AND PURCHASES

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in the Company's shares.

"This contract is conditional upon notification being received by ASX by close of business on Friday, 14 August 2015 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

INDICATIVE KEY DATES

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9:30am AEST on Wednesday 5 August 2015. If the conditions are not fulfilled by the close of business on Friday 14 August 2015, shares will not be issued and transferred and all conditional trades that have occurred since Friday 31 July 2015 will be cancelled.

If the conditions are not satisfied by 9:30am AEST on Wednesday 5 August 2015, but are satisfied prior to the close of business on Friday 14 August 2015, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Friday, 31 July 2015	Company admitted to the official list of ASX Commencement of Official Quotation on a conditional and deferred settlement basis – 11:00am AEST (ASX Code: PEP)
Tuesday, 4 August 2015	Last day of conditional trading
Wednesday, 5 August 2015	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open – by 9:30am AEST) Trading to commence on a deferred settlement basis only (ASX Code: PEP)
Thursday, 6 August 2015	Holding statements sent to successful applicants Last day of deferred settlement trading
Friday, 7 August 2015	First day of trading on a normal (T+3) basis (ASX Code: PEP)
Wednesday, 12 August 2015	Settlement of all on-market trades conducted on a conditional and deferred settlement basis from 31 July 2015 to 6 August 2015, and first settlement of trades conducted on a T+3 basis

What do I need to do and by when?

Instructions

Please refer to the Prospectus and Company's website for further information.

Need more information?

For further information, please call the Pepper Offer Information Line on 1300 385 439 (toll free within Australia) or +61 3 9415 4383 (outside Australia) between 9:00am and 5:00pm AEST (Sydney time) Monday to Friday during the Offer period.

Issued by

Andrew Weaver

Contact Details

(02) 9227 0517

Disclaimer